

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
(EASTERN DIVISION)

|                               |   |                        |
|-------------------------------|---|------------------------|
|                               | ) |                        |
| In re:                        | ) |                        |
|                               | ) | Chapter 11             |
| QUINCY MEDICAL CENTER, INC.,  | ) |                        |
| QMC ED PHYSICIANS, INC.,      | ) | Case No. 11-16394-MSH  |
| QUINCY PHYSICIAN CORPORATION, | ) |                        |
|                               | ) | (Jointly Administered) |
| Debtors.                      | ) |                        |
|                               | ) |                        |

**ORDER APPROVING WINNING BIDDER  
AS TO ALL ASSETS OTHER THAN QED SHARES**

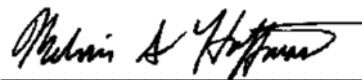
Upon consideration of the Debtors' Certification and Request for Approval of Winning Bidder As To All Assets Other Than QED Shares (the "Certification and Request") filed by Quincy Medical Center, Inc. ("QMC"), QMC ED Physicians, Inc. ("QED") and Quincy Physician Corporation ("QPC" and, with QMC and QED, the "Debtors" or the "Company"); and after due deliberation and sufficient cause appearing therefor, it is hereby

**ORDERED** that:

1. The Certification and Request is granted, and the Company's designation of Steward Medical Holdings Subsidiary Five, Inc. ("Steward") as the Winning Bidder for all of the Assets other than the QED Shares is approved.
2. The Company is authorized to provide notice to non-Company parties to the Assigned Agreements designated in accordance with the APA of the Company's proposed assumption and assignment of the Assigned Agreements to Steward incident to closing of the Proposed Sale, such notice to be provided in substantially the form previously approved by this Court pursuant to the Sale Procedures Order.

3. This Order shall not constitute approval of the Proposed Sale or of any element thereof, and all parties' rights with respect to this Court's consideration of the Sale Motion and approval of the Proposed Sale, including without limitation the Company's proposed assumption and assignment of any Assigned Agreement, are reserved and may be asserted in accordance with the Sale Procedures Order, the Sale Notice, and the notice to be provided of the Company's proposed assumption and assignment of the Assigned Agreements, are reserved.

Dated: August 17, 2011

A handwritten signature in black ink, appearing to read "Melvin S. Hoffman", written over a horizontal line.

Honorable Melvin S. Hoffman  
United States Bankruptcy Judge